



KAREN HANDEL
Secretary of State

OFFICE OF SECRETARY OF STATE
Corporations Division
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Atlanta, Georgia 30334
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CHAUNCEY R. NEWSOME
Director

**APPLICATION TO AMEND, TRANSFER OR TERMINATE
A STATE-ISSUED CERTIFICATE OF FRANCHISE AUTHORITY**

Personally appeared before me the undersigned being duly sworn according to law, and swears to the facts contained in this application. Pursuant to Georgia Code Section (O.C.G.A.)36-76-5, as amended, the undersigned hereby applies to amend a state-issued Certificate of Franchise Authority.

(Please type or print clearly)

1. The name of the Certificate Holder is:

Northland Cable Properties Eight Limited Partnership

2. The principal place of business for the Certificate Holder is:

101 Stewart Street, Suite 700, Seattle, Washington 98101

3. The Certificate License Number is:

VF12-0004

4. Statement of Amendment(s)

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a. Change of Principal Mailing Address and/or Officers

Name	Title	Address



b. Change in Service Area:

Pursuant to O.C.G.A 76-36-5 (4)(d) A cable service provider or video service provider may modify its service area covered by the state franchise by notifying the Secretary of State of changes to the service area, with a copy provided to each affected municipal or county governing authority, **at least 20 days** prior to the effective date of such change. Such notification shall contain a geographic description of the new service area or areas and a list of each municipal or county governing authority within the service area. The service areas are described below and/or on an attached map as follows: [If providing a coverage map(s), please label them "Exhibit A" on 8.5 by 11 paper size.]

This service area change is effective on: 07/07/2012
(MM/DD/YYYY).

Change In Service Area Description:

<p>Emanuel County, Georgia</p>

List any outstanding liabilities that have become due and are still owed to Municipal or county governing authority under a state franchise issued pursuant to this chapter shall be fully transferable under this Code section to any successor in interest to the applicant. [O.C.G.A 76-36-5 (4)(b)].

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c. Notice of Transfer of Interest

Pursuant to O.C.G.A 36-76-5, A state franchise shall be fully transferable to any successor in interest to the applicant. A notice of transfer shall be filed by the transferee with the Secretary of State with a copy provided to each affected municipal or county governing authority **within 45 days of such transfer**. The transfer notification shall consist of an affidavit signed by an officer or general partner of the transferee. **Please complete the following:**

5. The name of the applicant is:

6. The principal place of business for the applicant is:

7. The principal executive officers of the applicant are:

<i>Name</i>	<i>Title</i>	<i>Address</i>

8. By submitting this application, the applicant agrees to comply with all applicable federal and state laws and regulations, including municipal and county ordinances and regulations regarding the placement and maintenance of facilities in the public right of way that are generally applicable to all users of the public right of way and specifically including O.C.G.A. Chapter 9 of Title 25, the 'Georgia Utility Facility Protection Act'.
9. Pursuant to O.C.G.A. 36-76-4©(2), the service areas are described below and/or on an attached map as follows: [If providing a coverage map(s), please label them "Exhibit A" on 8.5 by 11 paper size.]

Service Area Description:

Emanuel County, Georgia

10. Describe any material changes, if any of the information set forth in the original applicant's initial application for a statewide franchise.

11. List any outstanding liabilities that have become due and are still owed to Municipal or county governing authority under a state franchise issued pursuant to this chapter shall be fully transferable under this Code section to any successor in interest to the applicant. [O.C.G.A 76-36-5 (4)(b)].

12. The applicant certifies that the following counties and municipalities have been provided with a copy of this application pursuant to O.C.G.A. 36-76-4 (a) and with notice to designate a franchise fee pursuant to O.C.G.A. 36-76-6.

Emanuel County, Georgia

13. By submitting this application the applicant agrees to pay to each affected local governing authority a franchise fee established by such local governing authority which shall not exceed the maximum percentage rate permitted in 47 U.S.C. Section 542(b) of the applicant's gross revenues received from the provision of cable service or video service to subscribers located within the service area. Such franchise fee shall be paid directly to each affected local governing authority within 30 days after the last day of each calendar quarter.



d. Notice of Intent to Terminate Service.

Pursuant to O.C.G.A. 36-76-5 (e) A state franchise issued pursuant to this chapter may be terminated by the cable service provider or video service provider by submitting a notice of termination to the Secretary of State with a copy provided to each affected municipal or county governing authority. Such notice shall identify the cable service provider or video service provider, the affected service area, and the effective date of such termination, **which shall not be more than 60 days from the date of filing the notice of termination.**

This effective date for this termination of service is _____
(MM/DD/YYYY).

Submitted this 22nd day of May in the year 2012.

Sworn and subscribed before me, this

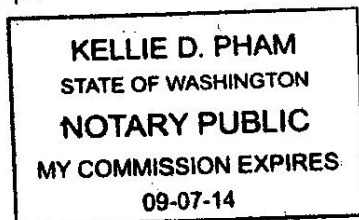
22nd day of May in the year 2012.

Kellie D. Pham

Notary Public

My Commission expires

09/07/2014



Northland Cable Properties Eight Limited Partnership
By: Northland Communications Corporation
Its: General Partner

Richard I. Clark

Signature of Officer/

General Partner

Richard I. Clark

Executive Vice President

Type or Print Name and Title

101 Stewart Street, Suite 700
Seattle, Washington 98101

Address

(206) 621-1351

Telephone

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

NORTHLAND CABLE PROPERTIES EIGHT LIMITED PARTNERSHIP Foreign Limited Partnership

was formed or was authorized to transact business on 12/07/1995 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 4th day of January, 2012

Brian P. Kemp
Secretary of State